

(2) UNLESS THE CHARTER OR BYLAWS OF A CORPORATION PROVIDE OTHERWISE, AT A MEETING OF STOCKHOLDERS THE PRESENCE, IN PERSON OR BY PROXY, OF A MAJORITY OF ALL VOTES ENTITLED TO BE CAST AT THE MEETING CONSTITUTES A QUORUM.

(3) FOR PURPOSES OF THIS SUBSECTION, A QUORUM PROVISION IN THE BYLAWS OF A CORPORATION MAY NOT BE LESS THAN ONE-THIRD OF THE VOTES ENTITLED TO BE CAST AT THE MEETING.

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(F) ARTICLES OF CONSOLIDATION, MERGER, OR SHARE EXCHANGE MAY PROVIDE:

(1) THE NUMBER AND NAMES OF THE DIRECTORS OR TRUSTEES OF THE SUCCESSOR, OR OF PERSONS ACTING IN SIMILAR POSITIONS, WHO WILL HOLD THOSE POSITIONS AS OF THE EFFECTIVE TIME OF THE CONSOLIDATION, MERGER, OR SHARE EXCHANGE, IF THE PERSONS SERVING IN THOSE POSITIONS WILL BE CHANGED IN THE CONSOLIDATION, MERGER, OR SHARE EXCHANGE; AND

(2) THE TITLES AND NAMES OF ONE OR MORE OFFICERS OF THE SUCCESSOR, OR OF PERSONS ACTING IN SIMILAR POSITIONS, WHO WILL HOLD THOSE POSITIONS AS OF THE EFFECTIVE TIME OF THE CONSOLIDATION, MERGER, OR SHARE EXCHANGE, IF THE PERSONS SERVING IN THOSE POSITIONS WILL BE CHANGED IN THE CONSOLIDATION, MERGER, OR SHARE EXCHANGE.

SECTION 2. AND BE IT FURTHER ENACTED, That this Act shall take effect June 1, 2008.

May 22, 2008

The Honorable Thomas V. Mike Miller, Jr.

President of the Senate
State House
Annapolis, MD 21401